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BEFORE THE ARKANSAS SECURITIES COMMISSIONER

ARKANSAS SECURITIES DEPT.

CASE NO. S-12-0072

ORDER NO. S-12-0072-12-OR02

IN THE MATTER OF:

M & M TECHNOLOGIES, INC.

RESPONDENT

CONSENT ORDER

This Consent Order ("Order") is entered pursuant to the Arkansas Securities Act, codified at Ark. Code Ann. §§ 23-42-101 through 23-42-509, the Rules of the Arkansas Securities Commissioner promulgated pursuant to the Act ("Rules"), and the Arkansas Administrative Procedures Act, codified at Ark. Code Ann. §§ 25-15-201 through 25-25-219, in accordance with an agreement between the Staff of the Arkansas Securities Department ("Staff") and the Respondent, M & M Technologies, Inc. ("M & M").

M & M admits the jurisdiction of the Act and the Arkansas Securities Commissioner ("Commissioner"), waives its right to a formal hearing and appeal, consents to the entry of this Order, and agrees to abide by its terms in settlement of any possible violations committed by M & M concerning the matters detailed herein. M & M also agrees that entry of this Order has no impact on civil liability to Arkansas investors, if any, pursuant to Ark. Code Ann. § 23-42-106.

FINDINGS OF FACT

1. M & M is a corporation organized and operating under the laws of the State of Washington with a principal business address of 873 Hinotes Court, Building D, Lynden, Washington 98264.

2. On or about August 15, 2010, M & M initiated a stock offering which was represented in the offering's Private Placement Memorandum ("PPM") as a private placement pursuant to Regulation D of the Securities Act of 1933. The PPM stated that the offering was for

up to 1,666,667 shares of voting common stock in M & M for a purchase price of \$12.00 per share at a minimum investment of \$20,000.00.

3. On August 30, 2010, M & M entered into a "Consulting Agreement" with a licensed broker-dealer agent in Arkansas whereby the agent was named as a "Consultant" for M & M. Under the Consulting Agreement, the Consultant was designated as a "Finder" for M & M and contracted to find investors for M & M in exchange for the payment of a commission based on a percentage of the total amount of M & M stock sold.

4. Through the use of the Consultant, M & M sold a total of \$365,000.00 worth of stock to seven different Arkansas investors during an approximate one month time period spanning from August to September of 2011.

5. No director, officer, manager, or employee of M & M filed a Form D with the United States Securities and Exchange Commission, made any registration or exemption filing with the Department, or filed a Notice of Sale of Securities on United States Securities and Exchange Commission Form D with the Department for M & M's sales of stock to Arkansas investors between August and September of 2011.

6. M & M fully cooperated with the Staff during the Staff's investigation of this matter. M & M has assured the Staff that it has in place the proper internal controls and supervision necessary to ensure future compliance with the Act and the Rules.

LEGAL AUTHORITY AND CONCLUSIONS OF LAW

7. Ark. Code Ann. § 23-42-102(15)(A)(ii) includes stock under the Act's definition of a security.

8. Ark. Code Ann. § 23-42-501 provides that it is unlawful for any person to offer or sell any security unless it is registered, exempt, or a covered security.

9. None of the securities offered for sale by M & M to Arkansas investors were registered with the Department, exempt from registration with the Department, or a covered security. Therefore, M & M violated Ark. Code Ann. § 23-42-501 when it made multiple sales of securities to Arkansas investors as set forth in paragraphs one through six above.


10. Entry of this Order does not affect the civil liability of M & M to Arkansas investors, if any, pursuant to Ark. Code Ann. § 23-42-106.

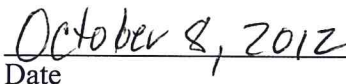
11. Ark. Code Ann. § 23-42-308(h) permits the informal disposition of a proceeding or allegations by settlement or consent. The Staff and M & M desire to fully resolve and dispose of these allegations and agree to do so in accordance with the terms of this Order.

ORDER


By agreement and with the consent of the Staff and the authorized representative of M & M, it is hereby ordered that M & M shall pay a civil penalty in the amount of \$1,400.00 to the Arkansas Securities Department. The payment shall be made within ten calendar days of the entry of this Order by check made payable to the Arkansas Securities Department, 201 East Markham Street, Suite 300, Little Rock, Arkansas 72201. Furthermore, M & M shall cease and desist from offering or selling any securities in the State of Arkansas unless the securities are properly registered pursuant to the Act, exempt from such registration, or covered securities.

IT IS SO ORDERED.


A. Heath Abshure
Arkansas Securities Commissioner

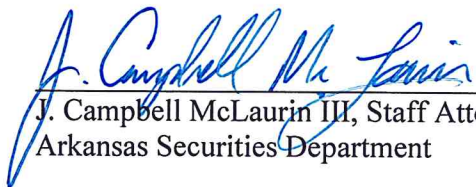

Date

Approved as to Content and Form:



Craig Forhan, Chief Financial Officer
M & M Technologies, Inc., Respondent

10 4 12
Date



J. Campbell McLaurin III, Staff Attorney
Arkansas Securities Department

10.8.2012
Date